

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ALABAMA  
SOUTHERN DIVISION**

**IN RE:**

**SHOOK & FLETCHER  
INSULATION CO.,**

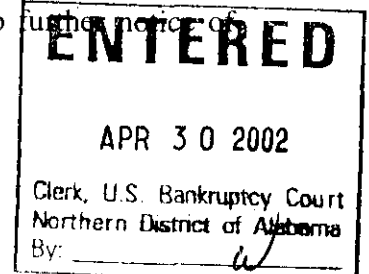
**Debtor.**

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**Case No. 02-02771  
Chapter 11**

**INTERIM ORDER AUTHORIZING EMPLOYMENT  
OF LANGE, SIMPSON, ROBINSON AND SOMERVILLE LLP  
AS BANKRUPTCY COUNSEL FOR THE DEBTOR  
AND DEBTOR-IN-POSSESSION**

Upon consideration of the Application of Shook & Fletcher Insulation Co. (the "**Debtor**"), requesting entry of an order authorizing the Debtor to employ Lange, Simpson, Robinson & Somerville LLP ("**Lange, Simpson**") as local bankruptcy counsel, to represent it as Debtor and Debtor-in-Possession in this case (the "**Application**"), and upon further consideration of the Declaration of Richard P. Carmody and of the Second Declaration of Richard P. Carmody, both of which have been filed with this Court, and the Court being satisfied that (i) Lange, Simpson is duly qualified to represent the Debtor as bankruptcy counsel before this Court, (ii) that, based upon the information provided by Lange, Simpson to date, Lange, Simpson neither holds nor represents an interest adverse to the Debtor or its estate and is disinterested, (iii) that Lange, Simpson's employment is necessary and is in the best interests of the Debtor, the Estate and its creditors, and (iv) that the case is one justifying a general retainer; and notice of the Application having been given to the parties listed on the Debtor's proposed Service List; and a preliminary hearing having been held on April 17, 2002; and it appearing that no further notice of



said Application need be given and no further hearing need be held for the purpose of granting the interim relief requested; it is hereby

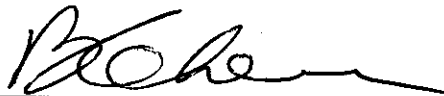
ORDERED that the Debtor's Application is granted on an interim basis; and it is further

ORDERED that the Debtor be and hereby is, authorized on an interim basis to employ Lange, Simpson as bankruptcy counsel effective as of the petition date to represent it as Debtor and Debtor-in-Possession under a general retainer in this proceeding; and it is further

ORDERED that, as described in the Application, the Debtor is authorized to pay the Retainer to Lange, Simpson, to be held by Lange, Simpson as security for its unpaid fees and expenses, pending approval of such fees and expenses by the Court; and it is further

ORDERED that fees of Lange, Simpson and reimbursement of expenses incurred by Lange, Simpson shall be subject to approval of this Court under sections 330 and 331 of the Bankruptcy Code; and it is further

ORDERED that this interim order shall remain in effect pending further order of the Court.



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BENJAMIN COHEN  
UNITED STATES BANKRUPTCY JUDGE

Dated: APRIL 30, 2002